

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
HYPERTech, INC.		08/13/2010	CORPORATION: TENNESSEE

**RECEIVING PARTY DATA**

Name:	SUNTRUST BANK
Street Address:	999 S. Shady Grove Road
Internal Address:	Suite 202
City:	Memphis
State/Country:	TENNESSEE
Postal Code:	38120
Entity Type:	CHARTERED BANK: GEORGIA

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3783418	MAX ENERGY E-CON
Registration Number:	3096013	HYPERPAC
Registration Number:	2415467	SHOGUN POWER TUNER
Registration Number:	1969548	HYPERTech
Registration Number:	1951375	HYPERTech
Registration Number:	1949070	HYPERTech
Registration Number:	2063296	HYPERTech
Registration Number:	2063297	HYPERTech
Registration Number:	1486000	HYPERTech HIGH PERFORMANCE TECHNOLOGY
Registration Number:	1484135	HYPERTech

**CORRESPONDENCE DATA**

Fax Number: (615)742-0402  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

**900171466**

**TRADEMARK  
 REEL: 004277 FRAME: 0386**

**CH \$265.00 3783418**

Phone: 615-742-7770  
Email: trademarks@bassberry.com  
Correspondent Name: Paige W. Mills  
Address Line 1: 150 3rd Avenue South  
Address Line 2: Suite 2800  
Address Line 4: Nashville, TENNESSEE 37201

ATTORNEY DOCKET NUMBER:	107005-225
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NAME OF SUBMITTER:	Paige W. Mills
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Signature:	/paige mills/
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Date:	09/13/2010
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Total Attachments: 5  
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**INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This Intellectual Property Security Agreement dated as of August 13, 2010, is between SUNTRUST BANK, a Georgia state chartered bank ("Bank") and HYPERTECH, INC. a Tennessee corporation ("Grantor").

RECITALS

A. Bank has made Loans ("Loans") to Grantor pursuant to the Second Amended and Restated Revolving Loan Agreement (the "Loan Agreement") of even date, between Bank and Grantor which provides that Grantor more specifically grants Bank a security interest in its Copyrights, Trademarks, Patents and Mask Works.

B. Grantor has granted Bank a security interest in all of its right, title and interest, presently existing or later acquired to all of Grantor's assets, pursuant to a Security Agreement dated March 23, 2006 ("Security Agreement").

C. Terms not otherwise defined herein shall be as defined in the Loan Agreement.

AGREEMENT

Grantor grants Bank a security interest in all of its right, title and interest in his presently existing and later acquired Intellectual Property (as defined below). "Intellectual Property" shall mean: (a) Copyrights, Trademarks, Patents and Mask Works (as defined below), including amendments, renewals, extensions, and all licenses, or other rights to use and all license fees and royalties from the use; (b) any trade secrets and any intellectual property rights in computer software and computer software products now or later existing, created, acquired or held; (c) all design rights which may be available to Grantor now or later created, acquired or held; (d) any claims for damages (past, present or future) for infringement of any of the rights above; with the right, but not the obligation, to sue and collect damages for use or infringement of the intellectual property rights above; and (e) all proceeds and products of the foregoing, including all insurance, indemnity or warranty payments. "Copyrights" shall mean all copyright rights, applications or registrations and like protections in each work of authorship or derivative work, whether published or not (whether or not it is a trade secret) now or later existing, created acquired or held, and including, without limitation, those Copyrights listed on **Exhibit A** hereto. "Patents" shall mean patents, patent applications and like protections, including improvements, divisions, continuations, renewals, reissues, extensions and continuations in part of the same, including, without limitation those Patents listed on **Exhibit B** hereto. "Trademarks" shall mean trademark and servicemark rights, registered or not, applications to register and registrations and like protections, and the entire goodwill of the business of an assignor or owner connected with such trademarks, and including, without limitation, those Trademarks listed on **Exhibit C** hereto. "Mask Works" shall mean all mask works or similar rights available for the protection of semiconductor chips, now owned or hereafter acquired, including, without limitation, those Mask Works set forth on **Exhibit D** hereto.

This security interest is granted in conjunction with the security interest granted under the Loan Agreement and Security Agreement. Bank's rights and remedies in the security interest are in addition to those in the Loan Agreement and Security Agreement, and those available in law or equity. Bank's rights powers and interests are cumulative with every right, power or remedy provided here. Bank's exercise of its rights, powers or remedies in this Agreement, or the Loan Agreement or Security Agreement, does not preclude the simultaneous or later exercise of any or all other right, power or remedy.

**BANK:**

SUNTRUST BANK

*[Signature]*  
(Signature)

*Vice President*  
(Title)

**GRANTOR:**

HYPERTECH, INC.

*Mark Heffington*  
(Signature)

*President*  
(Title)

EXHIBIT A

Copyrights

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

EXHIBIT B

Patents

Description

Application  
Number

Application  
Date

EXHIBIT C

Trademarks

<b>Serial No.</b>	<b>Registration No.</b>	<b>Word Mark</b>	<b>Filing/Registration Date</b>
77-695,276	3,783,418	Max Energy E-Con	3-19-2009 / May 4, 2010
76-513,058	3,096,013	Hyperpac	5-9-2003 / May 23, 2006
75-781,514	2,415,467	Shogun Power Tuner	8-23-1999 / Dec. 26, 2000
74-607,262	1,969,548	Hypertech	12-6-1994 / Apr. 23, 1996
74-644,457	1,951,375	Hypertech	3-10-1995 / Jan. 23, 1996
74-640,676	1,949,070	Hypertech	3-1/1995 / Jan. 16, 1996
75-122,307	2,063,296	Hypertech	6-19-1996 / May 20, 1997
75-122,318	2,063,297	Hypertech	6-19-1996 / May 20, 1997
678,436	1,486,000	Hypertech	8-14-1987 / Apr. 26, 1988
679,076	1,484,135	Hypertech	8-17-1987 / Apr. 12, 1988

EXHIBIT D

Mask Works

Description

Registration/  
Application  
Number

Registration/  
Application  
Date

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